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UNITED STATES DISTRICT COURT
 NORTHERN DISTRICT OF CALIFORNIA
 SAN JOSE DIVISION

EUGENE F. TOWERS, Derivatively on
 Behalf of THE WALT DISNEY COMPANY,

Plaintiff,

v.

ROBERT A. IGER, ALAN BERGMAN,
 EDWIN CATMULL, JAMES A. RASULO,
 THOMAS O. STAGGS, SUSAN E.
 ARNOLD, JOHN S. CHEN, JACK DORSEY,
 FRED H. LANGHAMMER, AYLWIN B.
 LEWIS, MONICA C. LOZANO, ROBERT
 W. MATSCHULLAT, SHERYL
 SANDBERG, ORIN C. SMITH, and
 RICHARD W. COOK,

Defendants,

– and –

THE WALT DISNEY COMPANY, a
 Delaware corporation,

Nominal Defendant.

Case No.

ADMINISTRATIVE MOTION TO SEAL
 PORTIONS OF VERIFIED STOCKHOLDER
 DERIVATIVE COMPLAINT FOR BREACH
 OF FIDUCIARY DUTY AND UNJUST
 ENRICHMENT PURSUANT TO CIVIL
 LOCAL RULES 7-11 AND 79-5(D)

BY FAX

FILED

SEP 29 2015

SUSAN Y. BRONG
 CLERK, U.S. DISTRICT COURT
 NORTHERN DISTRICT OF CALIFORNIA
 SAN JOSE

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 SAN JOSE

ADR

E-filing

CV 15 4609

HRL

EJD

CV 15 80244 MISC.

1 Pursuant to Civil Local Rules 7-11 and 79-5(d), plaintiff Eugene F. Towers ("Plaintiff"),
2 derivatively on behalf of The Walt Disney Company ("Disney" or the "Company"), hereby moves
3 the Court for leave to file portions of his Verified Stockholder Derivative Complaint for Breach of
4 Fiduciary Duty and Unjust Enrichment ("Complaint") under seal. The portion of the Complaint
5 requested to be sealed contain quotations, references to, or information taken or derived from
6 documents or materials that nominal defendant Disney has designated "Confidential."

7 Prior to filing the Complaint, Plaintiff made an inspection demand on the Company,
8 pursuant to 8 Delaware General Corporation Law Code section 220, in order to investigate the
9 wrongdoing alleged in the Complaint. *See* Declaration of Michael J. Nicoud in Support of
10 Plaintiff's Motion to Seal Portions of Verified Stockholder Derivative Complaint for Breach of
11 Fiduciary Duty and Unjust Enrichment Pursuant to Civil Local Rules 7-11 and 79-5(d), ¶2. The
12 Company agreed to produce certain documents and materials to Plaintiff subject to the parties' entry
13 into a confidentiality agreement (the "Confidentiality Agreement"). *Id.*, ¶3. The Confidentiality
14 Agreement requires that any complaint or other pleading containing information or material
15 designated as "Confidential" or "Highly Confidential" be filed under seal. *Id.*

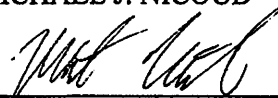
16 Civil Local Rule 79-5 governs requests for the filing under seal of entire documents or
17 portions of documents that contain material that is "privileged, protectable as a trade secret or
18 otherwise entitled to protection under the law." Civil L. R. 79-5 (a)-(c). Civil Rule 79-5(d)(1) sets
19 forth the following procedures applicable to the filing of sealed documents in civil cases: " A party
20 seeking to file a document, or portions thereof, under seal ... must [f]ile an Administrative Motion
21 to File Under Seal, in conformance with Civil L.R. 7-11."

22 Plaintiff now seeks to file a portion of the Complaint under seal in order to comply with the
23 confidentiality designations of nominal defendant Disney in this action and the applicable Local
24 Rules. Accordingly, Plaintiff requests that the highlighted paragraphs of the Complaint be filed
25 under seal in compliance with the parties' Confidentiality Agreement and Civil Local Rule
26 79-5.

1 Dated: September 29, 2015

Respectfully submitted,

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